

Barnes, Iaccarino, Virginia, Ambinder & Shepherd, PLLC
ATTORNEYS AT LAW

ROY BARNES*
 RICCARDO IACCARINO
 CHARLES R. VIRGINIA**
 LLOYD R. AMBINDER**
 WENDELL V. SHEPHERD

OF COUNSEL:

MARC A. TENENBAUM^***
 ALBERT RODRIGUES
 GIACCHINO RUSSO

KARIN ARROSPIDE
 DANIELLE M. CARNEY
 NICOLE E. COHEN
 DANA L. HENKE^
 STEVEN KERN^^
 SAMER E. KHALAF**+
 LADONNA M. LUSHER
 HEIDI MAHER
 GILLIAN MCGOEY^^
 JAMES E. MURPHY
 KELLIE TERESA WALKER
 JUDY S. WONG

TRINITY CENTRE
 111 BROADWAY
 SUITE 1403
 NEW YORK, NEW YORK 10006
 TEL (212) 943-9080
 FAX (212) 943-9082

*(Please refer all correspondence
 to the New York address)*

258 Saw Mill River Road
 258 Saw Mill River Road
 Elmsford, New York 10523
 Tel (914) 592-5740
 Fax (914) 592-3213

3 Surrey Lane
 Hempstead, N.Y. 11550
 Tel (516) 483-2990
 Fax (516) 483-0566

5 Mountain Avenue
 North Plainfield, N.J. 07060
 Tel (908) 757-2067
 Fax (908) 753-2238

- * Also Admitted in PA
- ** Also Admitted in NJ
- *** Also Admitted in OH
- ^ Also Admitted in DC
- + Also Admitted in CT
- ^^ Also Admitted in MD

MEMO ENDORSED

November 13, 2007

*Adjusted to 1/8/08a
 9:30 AM with principals.*

Via UPS Next Day Air

Hon. Richard M. Berman, U.S.D.J.
 United States District Court
 Southern District of New York
 500 Pearl Street
 New York, New York 10007

Re: Nephy Cruz, et al. v. Independent Testing Laboratories, Inc. NOV 13 2007
Docket No. 07 Civ. 6394 (RMB)(DFE)

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|--|-----------------------------|
| SO ORDERED | Richard M. Berman, U.S.D.J. |
| Date: 11/13/07 | |
| RECEIVED | |
| CHAMBERS OF RICHARD M. BERMAN U.S.D.J. | |

Dear Judge Berman:

We represent Plaintiffs in the above-referenced matter. On July 12, 2007, Plaintiffs, trustees of multiemployer benefit plans, commenced this action for, *inter alia*, collection of employee fringe benefit contributions and demand for an audit under the Employee Retirement Income Security Act of 1974 ("ERISA"), 29 U.S.C. § 1001, *et seq.* On that date, the Clerk of Court issued a Summons as to Defendant Independent Testing Laboratories, Inc. ("ITL"). Defendant ITL was served with process on July 26, 2007. On August 6, 2007, pursuant to an agreement by and between the parties, Defendant filed with the Court a Stipulation extending ITL's time to answer the Complaint from August 8, 2007 to September 7, 2007. By letter, dated August 6, 2007, to the Court, Defendant requested, on consent, an adjournment of the initial court conference scheduled for August 28, 2007 based on the extension of time for Defendant's answer to the Complaint. The Court granted the Defendant's request and the conference was adjourned to September 12, 2007.

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Hon. Richard M. Berman, U.S.D.J.

2

November 12, 2007

From in or about September 2007, the parties have been negotiating settlement in this matter.

On September 7, 2007, Defendant served its answer to the Complaint.

On September 11, 2007, on behalf of Plaintiffs, we advised the Court in writing that the associate scheduled to appear for the September 12, 2007 court conference was unexpectedly ill due to strep throat and was unable to appear before the Court on September 12, 2007. In response, the Court granted an adjournment of the conference to September 24, 2007.

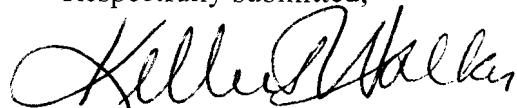
By letter, dated September 12, 2007, Defendant requested, on consent, an adjournment of the conference scheduled for September 24, 2007 due to a scheduling conflict. The Court granted the adjournment and the conference was adjourned to September 25, 2007.

On September 25, 2007, counsel for Plaintiffs could not appear for the conference and, after notifying the Court in writing, the conference was adjourned to November 14, 2007.

In October 2007, Defendant agreed to a payroll audit of its books and records. The audit was conducted on October 31, 2007. Presently, the audit findings are being prepared. Plaintiffs' auditors anticipate finalizing the findings within two (2) weeks. On receipt of the audit findings, Defendant ITL has ten (10) days to dispute the audit findings. If Defendant disputes the audit findings, Plaintiffs' auditors must review the information and either confirm or adjust the audit findings.

In light of the pending audit findings and the parties' settlement negotiations, Plaintiffs respectfully request a 45-day adjournment of the initial Court conference, during which time the parties anticipate the completion of the audit process and settlement negotiations to have been commenced, if not completed. Defendant consents to this request for an adjournment.

Respectfully submitted,



Kellie Terese Walker

KTW:aa

cc: For Defendant: Allen Breslow, Esq. (via facsimile transmission)